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Presentment Date: June 16, 2015
Time: 12:00 p.m.

Objections Due: June 16, 2015
Time: 11:00 a.m.

*Attorneys for Irving H. Picard, Trustee for the
Substantively Consolidated SIPA Liquidation of
Bernard L. Madoff Investment Securities LLC
and the Estate of Bernard L. Madoff*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR PROTECTION
CORPORATION,

Plaintiff-Applicant,

v.

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Defendant.

In re:

BERNARD L. MADOFF,

Debtor.

Adv. Pro. No. 08-01789 (SMB)

SIPA Liquidation

(Substantively Consolidated)

**TRUSTEE'S APPLICATION FOR AN ORDER APPROVING
THE RETENTION OF TARTER KRINSKY & DROGIN LLP
AS SPECIAL COUNSEL NUNC PRO TUNC AS OF APRIL 13, 2015**

Irving H. Picard ("Trustee"), as trustee for the substantively consolidated liquidation of Bernard L. Madoff Investment Securities LLC ("BLMIS"), under the Securities Investor Protection Act, 15 U.S.C. §§ 78aaa, *et seq.* ("SIPA"),¹ and the estate of Bernard L. Madoff (together, the "Debtor"), by and through his undersigned counsel, for his Application (the

“Application”) for authority to retain Tarter Krinsky & Drogin LLP (“Tarter Krinsky”) as special counsel as of April 13, 2015, respectfully represents as follows:

Jurisdiction

1. This Court has jurisdiction over this Application pursuant to SIPA section 78eee(b) and 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). Venue of this SIPA liquidation case and this Application are proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The statutory predicates for the relief sought herein are section 78eee(b)(3) of SIPA and sections 327(e), 328, 329 and 330 of the Bankruptcy Code and Fed. R. Bankr. P. 2014.

Background

3. On December 11, 2008 (the “Filing Date”),² the Securities and Exchange Commission (“SEC”) filed a complaint in the United States District Court for the Southern District of New York against defendants Bernard L. Madoff and BLMIS (together, the “Defendants”) (No. 08 CV 10791). The complaint alleged that the Defendants engaged in fraud through investment advisor activities of BLMIS.

4. On December 12, 2008, the Honorable Louis L. Stanton of the United States District Court for the Southern District of New York entered an order which appointed Lee S. Richards, Esq., as receiver (the “Receiver”).

5. On December 15, 2008, Judge Stanton entered an order pursuant to SIPA (the “Protective Decree”), which, in pertinent part:

- a) appointed the Trustee for the liquidation of the business of BLMIS pursuant to section 78eee(b)(3) of SIPA;

¹ For convenience, future reference to SIPA will not include “15 U.S.C.”

² See section 78lll(7)(B) of SIPA.

- b) appointed Baker & Hostetler LLP as counsel (“Counsel”) to the Trustee pursuant to section 78eee(b)(3) of SIPA; and
- c) removed the case to this Bankruptcy Court pursuant to section 78eee(b)(4) of SIPA.

6. Certain issues have arisen in the Trustee’s claims that require knowledge of New York probate, trusts and estates law. In this regard, on November 12, 2014, the Court approved the Trustee’s application to retain Spizz Cohen & Serchuk, P.C. (“SCS”) as special probate, trusts and estates litigation counsel to assist the Trustee with potential litigation in New York State Surrogate’s Court concerning the Trustee’s claims against the Estates of Andrew and Mark Madoff (No. 09-01503) (the “Madoff Adversary Proceeding”) and on other trusts and estates-related issues particular to the Madoff Adversary Proceeding. ECF No. 8412. SCS ceased operations on April 10, 2015 and, on April 13, the Trustee’s counsel at SCS, Paul Richard Karan, joined Tarter Krinsky as counsel. The Trustee deems it in the best interest of this SIPA liquidation proceeding for Mr. Karan to continue providing probate, trusts and estates legal advice to the Trustee. In addition to providing legal advice to the Trustee concerning the Madoff Adversary Proceeding, Tarter Krinsky will provide the Trustee with probate, trusts and estates legal advice regarding deceased defendants in any adversary proceeding commenced by the Trustee in this proceeding.

Relief Requested

7. The Trustee has determined that it is necessary to continue to engage legal counsel to assist the Trustee with potential litigation in New York State Surrogate’s Court and to provide legal advice pertaining to probate, trusts and estates issues that may arise in any adversary proceeding commenced by the Trustee in this proceeding. Such legal counsel will enable the Trustee to carry out his duties in this SIPA liquidation proceeding. The Trustee, therefore, proposes to retain and employ Tarter Krinsky as its special counsel with regard to any

adversary proceeding that requires probate, trusts or estates legal advice effective *nunc pro tunc* as of April 13, 2015.

8. The Trustee seeks to retain Tarter Krinsky as special counsel because of its knowledge and expertise in the probate, trusts, and estates laws of the State of New York and experience practicing before the New York State Surrogate's Court.

9. The services of Tarter Krinsky are necessary and essential to enable the Trustee to execute faithfully his duties herein.

10. Tarter Krinsky has indicated a willingness to act on the Trustee's behalf to render the foregoing professional services.

11. The Trustee also expects to achieve efficiencies in retaining Tarter Krinsky because of Mr. Karan's prior knowledge and experience concerning the SIPA liquidation proceeding and the Madoff Adversary Proceeding.

12. The Trustee submits that Tarter Krinsky's provision of professional services to the Trustee is permissible under section 78eee(b)(3) of SIPA and is in the best interest of the Debtor's estate and customers and creditors.

13. To the best of the Trustee's knowledge, and as disclosed in the declaration of disinterestedness of Mr. Karan, executed on May 26, 2015 and annexed hereto as Exhibit A, the partners of Tarter Krinsky are disinterested pursuant to section 78eee(b)(3) of SIPA and do not hold or represent any interest adverse to the Debtor's estate in respect of the matters for which Tarter Krinsky is to be retained.

14. Tarter Krinsky will be compensated at agreed upon rates, listed below, which reflect a reduction of its normal rates by ten percent (10%). Applications for compensation to

Tarter Krinsky will be filed with this Court pursuant to applicable statutes and rules and application orders of this Court. Tarter Krinsky's rate information is as follows:

Attorney	Standard Rates	Discounted Rates
Paul Richard Karan	\$595.00	\$535.50
Associate	\$295.00-\$445.00	\$265.50-\$400.50
Paralegal	\$225-\$275.00	\$202.50-\$247.50

15. SIPC has no objection to this Application and, pursuant to SIPA section 78eee(b)(3), SIPC specifies that the Trustee should be authorized to retain Tarter Krinsky as special counsel for the purposes identified herein.

Notice

16. Notice of this Application will be provided by U.S. Mail, postage prepaid or email to (i) all parties included in the Master Service List as defined in the Order Establishing Notice Procedures (ECF No. 4560); (ii) all parties that have filed a notice of appearance in this case; (iii) the SEC; (iv) the IRS; (v) the United States Attorney for the Southern District of New York; and (vi) SIPC, pursuant to the Order Establishing Notice Procedures (ECF No. 4560) (collectively, the "Notice Parties"). The Trustee submits that no other or further notice is required.

WHEREFORE, the Trustee respectfully requests that the Court enter an order substantially in the form of Exhibit B hereto, (a) granting this Application; (b) authorizing the

Trustee to employ Tarter Krinsky as special counsel for the purposes described herein as of April 13, 2015; and (c) granting the Trustee such other and further relief as is just and proper.

Dated: New York, New York
June 8, 2015

Respectfully submitted,

/s/ Nicholas J. Cremona

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